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Attorneys for the Official Committee of Equity Security Holders of
 USA Capital Diversified Trust Deed Fund, LLC

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re:
 USA COMMERCIAL MORTGAGE COMPANY,
 Debtor.

In re:
 USA CAPITAL REALTY ADVISORS, LLC,
 Debtor.

In re:
 USA CAPITAL DIVERSIFIED TRUST DEED
 FUND, LLC,
 Debtor.

In re:
 USA CAPITAL FIRST TRUST DEED FUND, LLC,
 Debtor.

In re:
 USA SECURITIES, LLC,
 Debtor.

Affects:

- ☐ All Debtors
- ☐ USA Commercial Mortgage Company
- ☐ USA Securities, LLC
- ☐ USA Capital Realty Advisors, LLC
- ☒ USA Capital Diversified Trust Deed Fund, LLC
- ☐ USA First Trust Deed Fund, LLC

Case No. BK-S-06-10725 LBR
 Case No. BK-S-06-10726 LBR
 Case No. BK-S-06-10727 LBR
 Case No. BK-S-06-10728 LBR
 Case No. BK-S-06-10729 LBR

Chapter 11

Jointly Administered Under
 Case No. BK-S-06-10725-LBR

SUPPLEMENT TO ORRICK, HERRINGTON & SUTCLIFFE LLP'S FINAL FEE APPLICATION (JUNE 1, 2006 – MARCH 12, 2007)

Date: June 22, 2007
 Time: 9:30 a.m.
 Place: Courtroom #1

1. Orrick, Herrington & Sutcliffe LLP ("Orrick"), counsel to the Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC ("DTDF Committee" for "DTDF"), filed its final fee application on April 26, 2007 ("Application"). In the Application, Orrick sought an order of this Court: (1) allowing its professional fees in the amount of \$2,228,780.60 and expenses incurred in the amount of \$42,914.58 for the period of June 1, 2006 through March 12, 2007; and (2) authorizing revested debtor USA Capital Diversified Trust

1 Deed Fund, LLC to pay such amounts upon entry of an order approving the Application. The
2 fees sought represent over 4,250 hours of service rendered by Orrick professionals.

3 2. As represented in the Stipulation and Joint Ex Parte Motion to Extend the Deadline
4 for Certain Parties to Object to Professionals' Fee Applications, filed on May 25, 2007 [Docket
5 No. 3771], and approved by the Court on May 29, 2007 [Docket No. 3797], the parties to the
6 stipulation sought an extension of time to object to certain fee applications in order to afford them
7 time to discuss and resolve possible objections rather than to file objections and then litigate
8 them.

9 3. Based on discussions with counsel for the DTDF debtor-in-possession concerning
10 potential objections to the Application, and without agreeing that any objection would be well
11 founded, Orrick agrees to reduce its fee request by 2%. Thus, the \$2,271,695.18 of fees requested
12 in the Application is voluntarily reduced by \$44,575.60 to \$2,184,204.90. Coupled with the
13 voluntary and unilateral fee reductions of approximately \$93,600 described in paragraph 18 of the
14 Application, the amount of reductions by Orrick exceeds \$138,000. The request for
15 reimbursement of \$42,914.58 of costs is not being reduced.

16 4. In light of the foregoing, Orrick prays that the Court award fees in the sum of
17 \$2,184,204.90, and the reimbursement of costs in the sum of \$42,914.58, for a total award of
18 \$2,227,119.48.

19 Dated: June 4, 2007

20 **ORRICK, HERRINGTON & SUTCLIFFE LLP**

21 By: 

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28 Security Holders of USA Capital Diversified Trust
Deed Fund, LLC